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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:
USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

**Case No. BK-S-06-10725 LBR
Case No. BK-S-06-10726 LBR
Case No. BK-S-06-10727 LBR
Case No. BK-S-06-10728 LBR
Case No. BK-S-06-10729 LBR**

In re:
USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

Chapter 11

In re:
USA CAPITAL DIVERSIFIED TRUST DEED
FUND, LLC,
Debtor.

**Jointly Administered Under
Case No. BK-S-06-10725 LBR**

In re:
USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

**STIPULATION AND AGREED ORDER
STRIKING OPPOSITION TO
APPLICATION FOR ENTRY OF ORDER
ALLOWING AND APPROVING
COMPENSATION, EXPENSES AND
SUCCESS FEE TO MESIROW
FINANCIAL INTERIM MANAGEMENT,
LLC AND STATUS REPORT REGARDING
THE LENDER PROTECTION GROUP'S
AMENDED OBJECTION TO SUCH
APPLICATION**

In re:
USA SECURITIES, LLC,
Debtor.

Affects:
☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA First Trust Deed Fund, LLC

1 Mesirow Financial Interim Management, LLC (“**MFIM**”) and The Lender Protection Group,
 2
 3 a group of investors/lenders in USA Commercial Mortgage Company (“**USACM**”), as identified on
 4 the Statement of The Law Offices of Alan R. Smith Pursuant to Bankruptcy Rule 2019 filed with
 5 this Court on December 6, 2006, and as supplemented thereafter (collectively, the “**LPG**”), hereby
 6 respectfully submit this (a) Stipulation and Agreed Order Striking the LPG’s Opposition to
 7 Application for Entry of Order Allowing and Approving Compensation, Expenses and Success Fee
 8 to Mesirow Financial Interim Management, LLC (Docket # 3834) (the “**Stipulation**”) and (b) status
 9 report regarding the LPG’s Amended Opposition to Application for Entry of Order Allowing and
 10 Approving Compensation Expenses and Success Fee to Mesirow Financial Interim Management,
 11 LLC (Docket # 3843) (the “**Status Report**”). In support of the Stipulation and Status Report,
 12 MFIM and LPG respectfully state as follows:
 13

14 WHEREAS, on April 25, 2007, MFIM, through its attorneys, submitted its Application for
 15 Entry of Order (i) Finally Allowing and Approving all Compensation and Expenses Incurred by
 16 Mesirow Financial Interim Management, LLC in its Capacity as Debtors’ Crisis Managers and
 17 Chief Restructuring Officers for the Period April 13, 2006 through March 12, 2007; (ii) Allowing
 18 and Approving a Success Fee; (iii) Authorizing Application of the Retainer Against the Allowed
 19 Fees and Expenses; and (iv) Authorizing Payment of the Balance Due (the “**Final Fee**
 20 **Application**”) (Docket #3552).
 21

22 WHEREAS, on May 29, 2007, LPG filed its original Opposition to Application for Entry of
 23 Order Allowing and Approving Compensation, Expenses and Success Fee to Mesirow Financial
 24 Interim Management, LLC (the “**Original Opposition**”) (Docket #3834).
 25

26 WHEREAS, on May 30, 2007, LPG amended its Original Opposition by filing its Amended
 27 Opposition to Application for Entry of Order Allowing and Approving Compensation, Expenses
 28 and Success Fee to Mesirow Financial Interim Management, LLC (the “**Amended Opposition**”)

(Docket #3843).

WHEREAS, on June 6, 2007, MFIM, through its attorneys, submitted a supplement to the Final Fee Application that, among other things, withdrew MFIM's request for a success fee and set forth an agreement reached with the various committees appointed in these cases whereby MFIM agreed to reduce its fee request by an additional 8% (the "**Supplement**") (Docket #3902).

WHEREAS, on June 11, 2007, MFIM filed its Omnibus Reply to Objections to Final Fee Application and Motion to Strike Original Opposition to Final Fee Application Pursuant to Fed. R. Civ. P. 12(F) (the "**Omnibus Reply**") (Docket #3951).

WHEREAS, subsequent to the filing of the Supplement and the Omnibus Reply, LPG's attorneys contacted MFIM's attorneys indicating that based upon the Supplement, LPG did not intend to pursue its Amended Opposition and had no objection to having the Original Opposition stricken from the docket. LPG had intended the Amended Opposition to replace the Original Opposition.

WHEREAS, LPG will not appear at the August 7, 2007 hearing on the Final Fee Application and related Supplement to prosecute its Amended Opposition or to oppose the Omnibus Reply's request to strike the Original Opposition. Further, LPG does not intend to oppose the Final Fee Application as modified by the Supplement.

THEREFORE, BASED UPON THE FOREGOING, IT IS HEREBY STIPULATED, AGREED AND ORDERED THAT the Original Opposition is hereby stricken and the Clerk of the Court is directed to remove the Original Opposition (Docket #3834) from the docket in the above-referenced Chapter 11 cases.

1 STIPULATED AND AGREED:

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